

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al.,
Debtors.

Case No. 08-13555 (SCC)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the partial transfer, other than for security, of an undivided interest in the claim referenced in this evidence and notice.

Empyrean Investments, LLC

Name of Transferee

Citigroup Financial Products Inc.

Name of Transferor

Name and Address where notices to transferee
should be sent:

Court Claim # (if known): 24594
Amount of Claim Transferred: \$3,000,001.00

Empyrean Investments, LLC
10250 Constellation Blvd., Suite 2950
Los Angeles, CA 90067
Attn: Sterling Hathaway
Phone: 310-843-3070
Email: operations@empyrean.com

Name and address where transferee payments
should be sent (if different from above):

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Date: August 21, 2018

By: 

Transferee/Transferee's Agent

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 & 3571.

EXHIBIT D2

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

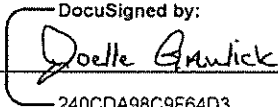
AND TO: Citigroup Financial Products Inc.

Citigroup Financial Products Inc., ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **Empyrean Investments, LLC** ("Buyer"), all right, title and interest in and to the claims of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. (and its affiliates) in the amount of \$3,000,001, docketed as Claim No. 24594 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered under Case No. 08-13555).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 21st day of August, 2018.

CITIGROUP FINANCIAL PRODUCTS INC.

By: _____
Name: _____
Title: _____
DocuSigned by:

240CDA98C9F64D3
Joelle Gavlick - Authorized Signatory

EMPYREAN INVESTMENTS, LLC

By: _____
Name: _____
Title: _____

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TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: Citigroup Financial Products Inc.

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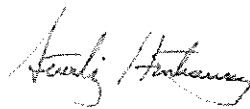
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IN WITNESS WHEREOF, dated as of the 21st day of August, 2018.

CITIGROUP FINANCIAL PRODUCTS INC.

By: _____
Name:
Title:

EMPYREAN INVESTMENTS, LLC

By: 
Name: Sterling Hathaway
Title: Authorized Signatory